

# **Exhibit 17**

## **The company background of MIYANOHITEC MACHINERY, INC.**

- A. MIYANOHITEC MACHINERY, INC. established by Steven S. Miyano on March 2005 in Illinois and Thomas T. Miyano joined to the company on October 2006 both as American citizens.
- B. Thomas T. Miyano was the President of "Miyano Machinery, Inc" in Japan from March of 1984 through June 2003. While he was in the business in "Miyano Machinery, Inc" in Japan, he was the President but also an engineer for creating new machines.
- C. Steven S. Miyano and Thomas T. Miyano have patented many (22 patents) and is one of the factors that have made MYANOHITEC MACHINERY, INC. to be certified at Chicago Minority Business Development Council, Inc.
- D. Explanation of Miyano Machinery, Inc.
  - 1. Miyano Machinery, Inc in Japan was founded by Thomas T. Miyano's grandfather in law, Mr. Tsunoda in Kameido, Tokyo, Japan in 1890. Later in 1930, the father of Thomas T. Miyano, Toshimori Miyano has succeeded the business of sales and manufacturing of precision rasps.
  - 2. In 1937, the company was assigned as the authorized manufacturing plant for the Japanese Army and Navy until the end of the war, as Mr. Toshimori Miyano was enforced by the Japanese Army by Law. After the end of the war, Toshimori Miyano used his skill, knowledge and technology to invent a unique cam style automatic Lathe (patented). From 1954, he started the manufacturing and sales.
  - 3. Miyano Machinery, Inc in Japan still exists as a public company listed in the Japanese Stock exchange 2nd section, but Thomas T. Miyano and Steven S. Miyano are not in any way affiliated with the company anymore as they both gave up their ownership.
- E. October 31, 2006, MIYANOHITEC MACHINERY, INC. was certified as a "Machine Distributor" from the Chicago Minority Development Council, Inc.
- F. MIYANOHITEC MACHINERY, INC is not affiliated in any way with Miyano Machinery, Inc in Japan and Miyano Machinery USA, Inc,

## **The two divisions of MIYANOHITEC MACHINERY, INC.**

- A. Machine Tools Division (Development and Sales of original machine tools.)
  - 1. This division consists of the original machine tools development, basic machine designing, marketing, maintenance.
  - 2. This section is explained first because our company' s strong point, the deep knowledge of the Machine Tools and the many abilities was one of the factors of which was used for the certification from CMBDC.
  - 3. With the certification from the CMBDC, our company is eligible to operate with a special marketing strategy compared to other machine trading companies.
- B. Machine Tools Trading Company Division
  - 1. This division consists of Machine Tools sales of products from other companies and accompanying maintenance of the Machine Tools and Cutting Tools etc.
  - 2. We operate as an "ordinary machine trading company" and "CMBDC certified machine trading company". We are the first machine trading company to be certified as a minority business enterprise in the entire United States.

**We are proud to be a member of the Chicago Minority Development Council, Inc. and to provide service for American based companies with our company's technology and experience.**

# **Exhibit 18**

# A Home with a Concert Hall

## Miyanohitec Machinery, Tom Miyano

What sort of person has a concert hall in his home? Barrington resident Thomas Miyano hosted a fund raising concert and dinner for the Japan America Society of Chicago and treated 90 guests in his home on June 16th.

Thomas Miyano (58) was the owner and president of Miyano Machinery Japan, which produces machine tools based in Japan. Miyano was also president of Miyano Machinery U.S.A., a subsidiary based in the Chicago suburbs. Miyano moved here in 1984 to promote the subsidiary.

Founded by Miyano's grandfather in 1888, Miyano Machinery Japan is one of the biggest and the oldest machine tool companies in Japan. Miyano was raised with triangle rulers and a drawing table since he was a child and became one of the few creative designers for the company.

\*\*\*\*\*

While Miyano was applying for U.S. citizenship, Japan's Financial Services Agency, the Industrial Revitalization Corporation of Japan (IRCJ),

intervened in Miyano Machinery Japan in 2003. Miyano withdrew from the company. IRCJ then listed the company on the second section of the Tokyo Stock Exchange in 2006. Miyano resigned as the chairman of Miyano Machinery U.S.A. and joined his son Steven's company, Miyanohitec Machinery, Inc., founded in 2004. Steven's company has no relationship with Miyano Machinery Japan or U.S.A. Now, Miyano is CEO and Designer for Miyanohitec Machinery, Inc.

\*\*\*\*\*

Miyanohitec Machinery, Inc. was newly founded as an American company and has 3 divisions. It is a dealer for machine tool companies in Japan and India, a distributing agent for automobile makers in Japan and India, and a machine tool designer and maker. Recently, Miyano founded a joint venture company in India to make machines. The products are sold all over the world.

Thomas Miyano said, "Being an American, it's easier to do business globally." Miyanohitec machinery became the first qualified machinery tool company in the Minority Business Supplier Association in Chicago.

Miyano also said that the key to success was creativity and innovative ideas. "You can hire engineers, but de-

signers are crucial. Few people can have innovative ideas. That is the role of the designer," Miyano said.

Miyano has 22 copyrights and said, "From my long time experience, I get inspiration to make a new machine tool. You keep the status quo and satisfy yourself, but you cannot reach the next step."

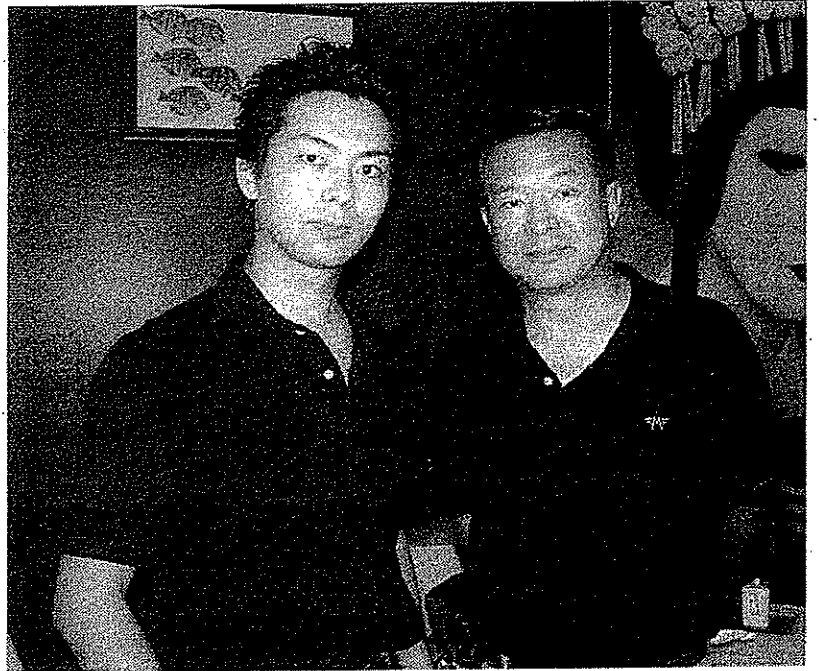
\*\*\*\*\*

According to Miyano, a 70 to 80 year company history is common in the machinery tool industry. Therefore, all companies seem like family members, even internationally.

Miyano was an executive director for the Japan Machine Tool Builders' Association for 23 years, and was a contact man for India. That background enabled him to establish a joint venture company with an Indian partner. Miyano said, "Indian people in upper class are educated in the British style and comply with regulations. Once we have signed a contract, we can trust each other."

\*\*\*\*\*

Because of personal closeness within the machine tool industry, the best way



Thomas Miyano (right) and his son Steven Miyano

to entertain guests is inviting them to one's home. Miyano designed his home with a concert hall. Actually, the hall was originally designed as a dance hall. "I thought I would dance with my wife," Miyano said. A white piano in the hall was a gift for his wife commemorating their 25th wedding anniversary.

\*\*\*\*\*

Miyano said, "I think that it's important to do something for your neighbors in Ameri-

can life." He used to invite neighbors to his home concerts when his children were small.

Miyano joined and became a director of the Japan America Society of Chicago 2 years ago. "The Society is the place that Japanese meet Americans. I thought that it would be more profitable for the members to have a good time with music and dinner rather than just to donate some cash to the Society," Miyano told the reason to plan a fund raising event "A Music Tour of Europe" with his friend Mike Tsuruga.

Cooking has been Miyano's hobby since childhood. All of the food that satisfied the guests was prepared by him and Tsuruga. Miyano thanked all guests, his friends, and his family who helped make the event a success.

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# **Exhibit 19**





5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: \_\_\_\_\_  
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

| Name | Address | City, State, ZIP |
|------|---------|------------------|
|      |         |                  |
|      |         |                  |
|      |         |                  |

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_


7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated March 22, 2005  
 (Month & Day) Year

1.   
 Signature and Name  
 Robert M. Karton  
 (Type or Print Name)  
 2. \_\_\_\_\_  
 Signature  
 (Type or Print Name)  
 3. \_\_\_\_\_  
 Signature  
 (Type or Print Name)

Address  
 1. 77 W. Washington St., Suite 900  
 Street  
Chicago, IL 60602  
 City/Town State ZIP Code  
 2. \_\_\_\_\_  
 Street  
 City/Town State ZIP Code  
 3. \_\_\_\_\_  
 Street  
 City/Town State ZIP Code

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by a duly authorized corporate officer. Type or print officer's name and title beneath signature.

Note 1: Fee Schedule

The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this State. (Minimum initial franchise tax is \$25)

The filing fee is \$150

The minimum total due (franchise tax + filing fee) is \$175.

Note 2: Return to:

Robert M. Karton, Ltd.

(Firm name)

Robert M. Karton

(Attention)

77 W. Washington, Ste. 900

(Mailing Address)

Chicago, IL 60602

(City, State, ZIP Code)



FORM **BCA 10.30** (rev. Dec. 2003)  
**ARTICLES OF AMENDMENT**  
Business Corporation Act

Secretary of State  
Department of Business Services  
Springfield, IL 62756  
217-782-1832  
www.cyberdriveillinois.com

Remit payment in the form of a  
check or money order payable  
to Secretary of State.

**FILED:11/03/2006**  
**JESSE WHITE**  
**SECRETARY OF STATE**

File # 64148516 Filing Fee: \$50 Approved: \_\_\_\_\_  
----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line **KAK**-----

1. Corporate Name (See Note 1 on page 4.): HiTec Machinery International, Inc.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on September 11, 2006  
in the manner indicated below: Month & Day Year

Mark an "X" in one box only.

- ☐ By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected. (See Note 2 on page 4.)
- ☐ By a majority of the board of directors, in accordance with Section 10.10, the Corporation having issued no shares as of the time of adoption of this amendment. (See Note 2 on page 4.)
- ☐ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment. (See Note 3 on page 4.)
- ☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the amendment. (See Note 4 on page 4.)
- ☒ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Notes 4 and 5 on page 4.)
- ☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (See Note 5 on page 4.)

3. Text of Amendment:

- a. When amendment effects a name change, insert the New Corporate Name below. Use page 2 for all other amendments.

Article 1: Name of the Corporation: MIYANOHITEC MACHINERY, INC.

New Name

(All changes other than name include on page 2.)



**Text of Amendment**

- b. If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety.

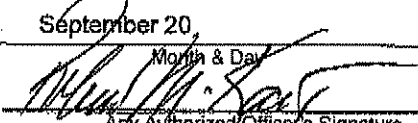
**For more space, attach additional sheets of this size.**

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows (If not applicable, insert "No change"):
5. a. The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital is as follows (if not applicable, insert "No change"):  
(Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)
- b. The amount of paid-in capital as changed by this amendment is as follows (if not applicable, insert "No change"):  
(Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)  
(See Note 6 on page 4.)

|                  | Before Amendment | After Amendment |
|------------------|------------------|-----------------|
| Paid-in Capital: | \$ _____         | \$ _____        |

Complete either Item 6 or Item 7 below. All signatures must be in BLACK INK.

6. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated September 20, 200 HiTec Machinery International, Inc.  
Month & Day Year Exact Name of Corporation  
  
Any Authorized Officer's Signature  
Robert M. Karton, Assistant Secretary  
Name and Title (type or print)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, a majority of the directors, or such directors as may be designated by the board, must sign below, and type or print name and title.

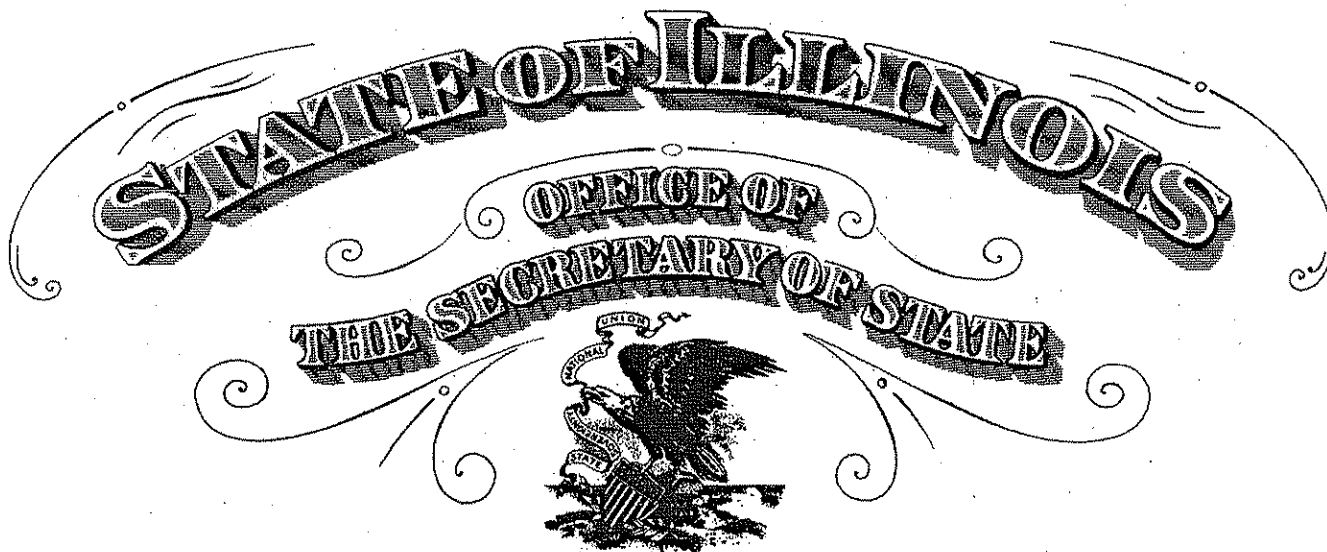
The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

File Number 6414-851-6



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 5 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR MIYANOHITEC MACHINERY, INC..\*\*\*\*\*



*In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 13TH day of NOVEMBER A.D. 2007 .*

*Jesse White*

SECRETARY OF STATE

Authentication #: 0731700723

Authenticate at: <http://www.cyberdriveillinois.com>

Exhibit 19